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To the Editor:

Rebecca was hot, always strutting her stuff in short skirts and skin-tight jeans. The blouses and sweaters she wore were always cut low in the front, revealing the swells of her pert young breasts. Just walking by her in the hallway was enough to make my cock drip. Sometimes I had to scoot into the restroom and jerk off, just so I wouldn't be walking around school with a boner all day.

You see, there was nothing I could do about my attraction to Rebecca back then. She was a high school senior, and I was 42 year old principal. But after summer graduation, all that changed.

I had gone out of town for a week-long conference. Because it was a three-hour drive from my home, I decided to stay over in a local motel.

I was running late the first morning of the conference and was hurrying out the door when I slammed into the chambermaid.

"Oh, excuse me."

"That's okay," the familiar voice replied. "I saw your car in the parking lot and was hoping I would run into you."

I looked up into those eyes, that angelic young face, and knew instantly that I was going to have her. The hell with the conference. It wasn't that important anyway.

"Rebecca, it's so nice to see you. Could you come in for a few minutes?"

"Sure. I was going to do your room first."

She didn't seem the least bit shy as she sat down on the edge of the bed and crossed her shapely legs. There was a look of understanding on her beautiful face as I pulled her close and let my hand creep up under her skirt.

I sought out her swollen clit, and my finger traced tiny circles around it, purposely teasing her. "Mmmm, that feels so good," she groaned.

"I've wanted you for so long," I confessed.

"I know, Mr. Becker," she said softly, lying back on the bed and rolling onto her stomach.

I didn't have to be asked twice. I hooked her panties and tugged them down over her slender, young body, eagerly revealing her firm, rounded ass-cheeks. I caressed the pale, unblemished skin, then lowered my lips and kissed the fleshy mounds.

I gently spread them and licked around her virgin pucker, letting my tongue poke against the quivering muscle-ring.

"Oh, no one's ever done that to me before," she said.

That's when I knew I would not be content just to fuck her sweet pussy. I was going to be the first ever to ram my cock up her sexy ass.

She wiggled and squirmed beneath me as I wrapped my arm around her slender waist. I pulled her into position and laid my cock in the crevice between those perfect mounds. I humped against her a couple of times while she gasped and ground her ass against my aching cock. So I left her for just an instant, long enough to retrieve a bottle of lotion from the bathroom. I lubed up my cock then poked my slippery finger against her guardian muscle. She moaned as my finger slipped into the heat of her body, rubbing and tickling her insides.

"I'm so hot," she whispered.

"I know. Me too."

When she was ready, I slipped a second finger into the tiny opening. It stretched to accommodate the additional girth. Then I separated my fingers, wiggling them inside her. She moaned and thrust her body against the bed, as though she couldn't wait a moment longer.

"Do it," she pleaded. "Put it in."

I let my fingers slide from her stretched-out pucker and immediately pushed my thick cock

40+ #01



40+: Hey Brandi, thanks for the call the other day. I can't wait to hear what you have to share.

Brandi: Oh, thanks. I had a fun couple weeks that I thought you might want to hear.

40+: Sure, Let 'er loose.

Brandi: I was at a girl-girl shoot at a nice house, but I wasn't working. My girlfriend was.



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against it. Her hole gave way slowly, allowing my cock to inch into her body, massaging the virgin nerve-endings as it moved.

It was so incredibly tight, I almost lost control. My cock ached, and my bloated balls were churning with a heavy load. When my cock was finally buried balls-deep in her body, I paused to allow her time to get used to the new sensation. Then I slowly pulled back, tugging my cock nearly all the way out of her, beyond the grasping ass-lips.

“No, don’t stop,” she pleaded. “Just do it.”

I answered her desperate plea by allowing my cock once again to slide slowly into her body. I didn’t want this to be over too soon. I wanted it to last forever, though I knew my heavy load wouldn’t wait too much longer.

I fucked her slowly, methodically, teasing her to the brink of explosion. She was squirming and thrashing beneath me, grinding her ass against my groin so that my cock could sink as deeply as possible into her belly.

“Harder, faster,” she begged.

I held back for as long as I could, determined to maintain the pace of long, deep strokes. But all too soon, my primitive lust took control of me. I began to fuck her with short, quick jabs, banging her hard and fast, so that my bloated balls slapped against her fleshy ass-cheeks. I shoved my hand up under her dress so that I could grope her breasts and pinch her stiff nipples. Each time I slammed into her, I squeezed those soft globes. She thrashed and groaned, mashing her clit against the edge of the bed.

She came suddenly, her entire body shuddering in my arms. Her tight ass-muscle squeezed and massaged my cock until I couldn’t hold back a moment longer. I made one final, desperate lunge. My cock jerked and twitched in the limited space of her body, and my hot cream exploded from my gaping slit.

I dropped down on top of her, exhausted. She didn’t try to push me away, just allowed me to lie there on top of her until I caught my breath. Then I let my cock slide from her stretched pucker. She didn’t move, just lay on the bed while I wiped up.

“That was so good.”

“And that was only lesson one,” I teased. “After we rest, I’ll give you lesson two.”

“I thought you had a conference to go to.”

“That’s okay. The lesson I’m teaching here



is far more important.” She only smiled and stretched, as if making herself at home. I could not imagine ever letting her leave. This was better than any fantasy I had ever had.

Philip, Texas

Dear 40+ Editor:

I know you probably won’t believe this, but at 40, I was still a virgin. Well, not that kind of virgin, no, but I was a virgin to driving a car. I’ve lived all my life in Manhattan, where I took the subway, or a bus, or a taxi. But when we moved across the river to New Jersey, I’d have to learn to drive. No way around it.

That’s why I enrolled in a drivers’ education school. We met for class every day for a week, and then after that was done we started on the road work, which was just a student driver and an instructor alone in the car. The car was out in the back lot, pretty far away from everything else. I slid into the driver’s seat and gulped a little. The instructor was about 10 years younger than me, dark-haired, with dark, intense eyes, and he was a big guy, all muscles. Wow, looking at him I just knew he was good in bed! He introduced himself as Mr. Ramirez.

“Now, Bianca, why don’t you turn the car on?” he asked.

“Okay,” I said. My palms were wet, so I wiped them on my short skirt. I was so uptight that I was tingling all over. And looking at my instructor made me tingle even more. I noticed that Mr. Ramirez seemed to be paying a lot of attention to my boobs. I turned the car on, but just sat there, frozen, with my mind on

40+: *Who, of course, shall remain nameless.*

Brandi: Of course! So I’m at this house and the scene is going on and I’m sitting with the director, who I know. One of the girls was my girlfriend and the other was a newbie that I had not met or heard of. So they start the scene and all goes well and they do the set-up and some dialogue.

40+: *Okay, that sounds normal.*

Brandi: It was, until they had, or should I say, were asked to kiss. The newbie was really stiff and the director called her out on it. She gathered herself and re-read the script better.

everything but driving. Mostly I was wondering if younger guys like Mr. Ramirez were better at screwing than the guys my age are. Finally I turned the car off again. "I'm just too tense," I admitted. "I need to relax."

"Oh, yeah, I can see that, Bianca. Maybe this'll help relax you." Mr. Ramirez reached across to me and started massaging my shoulders with one hand. I leaned back, closing my eyes, my legs slightly apart.

"Ummmm." I almost didn't notice when his hand moved down inside my halter top to cup my breast. He kept massaging...and it felt really, really good. He played with my saucy little nipple, kneading the nubbin and pinching it. I was feeling pretty horny by now.

"Need to relax more?" he asked.

"Oh, yeah."

He leaned down, flipped up my skirt, and pulled my panties down and then off. He smiled at my little pussy. "I love girls like you."

"Oh?" I couldn't say much more because by then, his tongue was flicking over my dewy pussy-lips. Mr. Ramirez shifted me around so he could reach me better, with one of my legs on the floorboard. I shivered as he kissed the slick outside of my slit. Then he spread my pussy-lips and set his chin right up against my hole, and pushed that long, hard tongue inside me. It's like a cock, I thought. Then he began to eat me out.

One of his hands played with my erect clit, rubbing and stroking it, while the other kept my nipples alert. I was so nervous, so on edge, that it didn't take long. I came almost immediately. Most men would have stopped after my shuddering and moaning had faded, but Mr. Ramirez didn't. He kept on licking and lapping me, sucking out all my musky honey, and I came time after time after time. With every throb, the heat just exploded inside me, and I could feel even more pussy-sauce streaming out.

Finally, I gave a huge sigh of relief, and he sat up, his face glistening with my juices. My body was tingling all over! "Gosh, I feel so much better," I said.

"Great. You are one sweet little puss," he said, bending to kiss my lips. He tasted like my honey, I thought, as I licked all my juices off his face. "I also have a hot tongue," I said.

I smiled wickedly and stared at the big bulge in Mr. Ramirez's pants. "Let me show you just how hot my tongue is."

I pushed Mr. Ramirez back in the seat, un-



zipped his pants, and carefully took out his cock. It was incredible—almost as thick as my little hand, blue-veined, and throbbing already. My eyes widened. "I don't know if I can get that in my mouth—but I'll try!"

My tongue slid along his shaft and caressed the tender area under the head. Then I bit down gently. I caressed his balls while I licked up and down his shaft. I really lathered my tongue over that plump, stiffening cock. I ran my tongue back and forth around and under the head, then pressed the tip into the slit at the tip of his cock. I could taste his salty pre-cum.

I opened my mouth as wide as I could. His cock filled my mouth and throat, and for a moment I thought I was going to choke. He pulled out a bit to let me adjust, then thrust his huge cock deep inside my mouth and used his wet, solid pole to fuck my mouth. He pumped while I sucked his cock until I felt it swelling even more inside my mouth. At that point, he moaned and let loose with a blast of jism. I slurped and swallowed, but even so there was so much that it trickled from my mouth, running off my lips.

Finally, Mr. Ramirez gave a huge sigh while I smiled at him. "You're quite a sight, Bianca."

I glanced at myself in the rearview mirror. His sticky white cum was still dripping from my lips. "Oh, gosh, you're right."

"Let me," he said, and he began kissing me, licking my lips clean. Well next thing I knew, his lips were kissing my pussy again. I just leaned back and opened wide for him.

I did learn to drive, but before each session Mr. Ramirez always went down on me, and I would return the favor. I think that's one of the reasons I scored so high—I was so relaxed!

Bianca, New Jersey

40+: *I think I may know where this is going... go on...*

Brandi: So my girlfriend was starting to undress her co-star when suddenly she pulled her dress back up and ran from the set. Immediately the director went after her and a half hour later came back and said she went home. No time to call for a replacement, so he asked me if I would jump in, so yes, I did it for the team.

40+: *Nice of you...*

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B073

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B045

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B069

BLAIR-NTS-07



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*Jasmine
Jae*













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Wet as fuck for you Daddy, call me!!

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Both Tawni and Emily have temporarily sworn off men and so they took advantage of that with a dildo-filled lezzie shoot for your private enjoyment. It didn't take much coaxing to get them into their bras and panties and even less time to get them out of them. Then we cranked up our cameras. Now you get to see all the fun and fucking of a sexy afternoon.













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BOY...SATISFY UR
CURIOSITY WITH
A SMOKIN'
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**CALL
NOW!**



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VERY PRIVATE
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B074



B046

YOU'LL CUM SO HARD, DADDY!!*

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BLAIR-NTS-09



Plunge Right In. You know you want to.

Right after I graduated from night school last summer, I got a job at this big high-rise resort hotel in my town. Even though I was going to be working by the pool, handing out floats and peddling soft drinks to pasty-skinned tourists, I didn't really think I'd like it all that much. Since I'd just discovered how to really get myself off nicely, I would have preferred spending the summer in my bedroom with my fingers up my pussy—to hell with earning money!

But that was before I found out who the lifeguard was.

Joel Collins was a guy I'd gone to college with some years ago. He had this baby-soft white-blond hair, a pair of totally intense blue eyes, and one of the most awesome bodies I've ever seen. Though I'd never said anything to him, he sat right across from me in math, and the bulge in his tight jeans made me fail two or three tests.

Now I had to watch him sauntering across the tiled pool area, with those mouth-watering buns wrestling against his red Speedo. Okay, I thought, that's it. When I'd turned 18, two months before, I'd pretty much broken it off with all of my old boyfriends. I'd decided to quit wasting my time with a bunch of stupid boys and get myself a man.

Joel was something like six months older than I was. That qualified him—in my opinion, anyway!

It was still early, and the hotel pool wasn't due to open for another hour or so. Quickly I put on my bathing suit and took the employee entrance. Joel and I were the only

ones there as I headed right for the edge of the pool and hung my feet in. From the spot I chose, I had a perfect view of him up in his raised lifeguard's chair—and I knew he could see me just as clearly.

Finally, I thought, all that playing with myself was going to come in handy. Tilting my head back, I closed my eyes and ran my fingers over my thigh, tracing a path up to the tender area where I'd had a bikini wax only a few days before. I'd gotten pretty good at getting myself off—it's really true that practice makes perfect—so almost instantly, I felt a little juice bubbling out of my slit. It lathered up my pussy-lips and oiled the crotch of my suit.

I didn't have to check to know that Joel was watching. I could feel his horny eyes on my body, practically burning a hole in my skin. Of course, that only made me hotter, so with a deep, shuddering breath, I hooked the fingers of my free hand into the leg of my suit and hauled it up over my hair-covered pussy-mound. Keeping my eyes closed, I hammered my first two fingers against the pulsating bud of my clit, though I was still manipulating the hot folds of my hole with my thumb. By then I could hear Joel breathing hard, even though he was all the way across the room.

"Oh, yes," I breathed as the earthquake hit me inside and out. The muscles of my heaving pussy sucked my fingers back like a small, starving mouth as a shuddering spasm raked through me, enveloping my bent legs in a rush of warm heat.

After I came, I fell back onto the

If any of you guys have never been in a three way with two chicks, you just gotta find a way to do it. Maybe even at the risk of losing your mate, it can be that fuckin' good!

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B025

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tiles, moaning and trembling. I lay there on the edge of the pool for a few minutes, fantasizing about what was going to happen once Joel pulled himself together and got his delicious ass over there.

I didn't have to fantasize long. All of a sudden, a shadow fell across my face, and I sat up and opened my eyes to find him standing over me. His face was flushed and his mouth looked raw and moist, like he'd been licking his lips over and over again. As for his crotch, his boner was sticking so far up from his groin that it had pushed his bathing suit all the way out. Through the gap, I could see his nest of curling blond hairs and a sliver of hard red flesh.

He was so nervous he could barely stammer out the words. Some stud, I thought, though seeing him so flustered was kind of endearing. "I...uh...I see you came down for a dip before work, Ashley."

"You could say that," I said, batting my lashes at him and smiling. "I'm also hoping that someone around here would like to dip into me."

Casually, I shrugged my shoulders so that the straps of my bathing suit skidded down around my arms and the front dropped down almost low enough to show my titties. While Joel gaped, I moved my hand and hiked the leg of my suit farther up my thigh. My wet, red pussy-folds now lay totally exposed, and I could see every muscle in his body go tense with lust for me.

Finally, he got the message and bent his head toward my body. Groaning with hunger, Joel ran his tongue all over my breasts, then worked his way to my nipples and feasted on them. A shiver ran all through me when his lips closed around my perky little titties, sucking and slurping at them until they were as stiff and pink as coral.

Pretty soon my nerves were buzzing in a straight line from my nipples to my pussy. I slung one arm around his neck, pulling him closer, then stuck the other one back between my legs and started rubbing my clit all over again.

When he noticed, Joel pulled his head back from my tits and looked down at my throbbing pussy. "No way," he grunted, gently moving my hand to one side. "Let me do that!"

When he eased his hand into my drooling slit, I could feel my pussy-lips close up tight around his fingers and suck on them like a little mouth. That was something I hadn't



counted on, and it was fantastic—and not only for me, to judge by the way he started grunting and sweating! In a flash, his fingers were gone and his tongue was skidding around the wet, red folds between my legs. In no time, I felt a huge orgasm stir inside me, but I held back. After wanting Joel for years, I wasn't about to settle for a five-minute quickie!

All the same, there wasn't that much I could do. My body was totally taking control. My knees were going all quivery and jelly-like, and my thighs were just clenching and then springing wide open for him. It was like I didn't have to do anything!

Joel was really into it, too. "'Atta babe," he kept saying, as I squirmed and screamed and creamed all over his lips. "Keep it coming!"

At the same time, I pulled down Joel's bathing suit and pulled his cock and balls out into the open. This wasn't the first time I'd seen or felt a cock—I'd lost my virginity the night of my eighteenth birthday party with the guy I'd been dating at the time. I have to admit, though, that Joel's boner looked a lot more appetizing. The other guy's had been kind of pale and skinny, even when he was hard, but Joel's was long and thick and topped off with a purple dome that looked like some kind of little helmet. His slit was already oozing milky pre-cum by the gallon, and that salty smell just drove me wild! I couldn't wait to get my lips down there and taste it!

Things got even better when I wrapped my fist around Joel's rod and started to pump him, pausing every now and then to stroke and knead his big shaft. I felt him start rocking against my body and tonguing my clit as hard as he could, even shoving a couple of fingers up my pussy-hole for good measure. By then

Finally, he got the message and bent his head toward my body. Groaning with hunger, Joel ran his tongue all over my breasts, then worked his way to my nipples and feasted on them.

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u make me so wet!

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I was dying to taste him, so I switched hands on his stick-shift and ran my tongue over my spunky fingers. I smacked my lips and moaned as his stuff trickled down my throat.

Seeing me taste him like that really drove Joel over the edge. Deciding to help out, I reached out and spread my pussy-lips wide open with both hands. There, between my sweat-slicked thighs, my pink, twitching hole was winking up at him. "Oh, yes," I moaned as he moved into position over me and fitted his cock between my thighs. Meanwhile, his mouth settled back down over my tits. "Go as hard and as deep as you can, baby. I'm so totally ready for you!"

All of a sudden, I got this totally wild idea. It was actually something the first guy had asked if he could do to me, and though I'd been too nervous to really get into it, I admit it had felt pretty good. Probably Joel would like it, too.

While he was swishing his cock around in my crevice, I stuck my finger in my mouth, getting it good and wet, then lowered it to Joel's asshole and started swirling it around the rim. Surprised, Joel jerked his head back from my tits and just kind of gaped up at my eyes. I just laughed and moved my finger lower, sticking it right in the shallow part of his hole.

"Oooohh, yeahhh," Joel groaned, timing his words to the movements of his cock stroking in and out of me. He ground his hips between my legs, sticking his whole throbbing length into me. Soon the base of his cock started to buff my clit the way I usually did with my fingers.

I was so far gone by then that I popped my finger out of his ass and started clawing his bare back. He huffed and puffed on top of me, not even caring that the guests who showed up at the pool would be able to see my marks all over his skin.

Let me tell you, that just about did it for my self-control! Joel slid in and out of my slippery slit while I began to wriggle and squeal. It was like I could feel the pressure of his thrusts all the way up to the insides of my titties. I was creaming all over his pole, my pussy flexing and convulsing with hunger. These totally wild spasms jolted through my rocking hips and thighs like little electric charges. I could even feel his balls bobbling rapidly back and forth between our bodies.

"Oh, babe!" he groaned loudly as he came. I could tell by his little gasps and the

deepening flush all over his body that he was about to explode.

Suddenly, I felt his back muscles go tense under my hands, and his nuts pulled up and stiffened against my thighs. The base of his cock strained against my pussy-hole, and his mouth closed hard around my tit.

At that point, my own orgasm came



crashing down over me like a wave. It ripped all the way up through my body, burning in my tits and clit and making my legs kick out like a frog's.

I started yelling when this big bolt of fire went tearing through my body. As soon as I did it, I was kind of embarrassed about screaming out loud like that. But then again, we were all alone in the pool area, and I'd never, ever had anything affect me like that!

"Oh!" I shouted, totally losing it all over again when his seed gushed up into me. There was so much that some of it came streaming back down my pussy-crack and thighs. We were sure making one hell of a mess on the tiles beside the pool!

Even after the last spurts of seed had dripped out of his pole, Joel plunged his dry cock in and out of me a few more times. Then he collapsed against me, his whole body limp and worn out. He was moaning like someone had whacked him over the head with a two-by-four.

"Ash, baby, that was way fantastic! Why the hell didn't we ever fuck before?"

"Who cares?" I said, reaching for his cock again. It was already back to being hard and gooeey. "We have all summer to make up for lost time."

He ground his hips between my legs, sticking his whole throbbing length into me. Soon the base of his cock started to buff my clit the way I usually did with my fingers.



CAROL

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u make me so wet!

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A023

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B046



ALLY
& KENI

Oh yeah, that was fun. I loved getting fucked by Keni, and then when he stuck his tongue in my pussy, well, that just sent me right over the edge. I must have cum three or four times that day. He may have even cum a couple times, too.









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